

January 28, 2011

Via Electronic Filing

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Notice of Ex Parte Communication; Qwest Communications International, Inc. and CenturyTel, Inc. d/b/a CenturyLink, Application for Transfer of Control Under Section 214 of the Communications Act, as Amended; WC Docket No. 10-110

Dear Ms. Dortch:

On Thursday January 27, 2011, G. Patrick Webre, Senior Director and Senior Counsel for Charter Communications, Inc. ("Charter") and the undersigned, met via telephone with Ms. Christi Shewman of the Wireline Competition Bureau.

Charter's representatives discussed several issues related to the pending application for approval of the merger between Qwest Communications International, Inc. and CenturyTel, Inc., in WC Docket No. 10-110. Specifically, Charter urged the Commission to adopt affirmative conditions upon the merger to address concerns related to the portability of interconnection agreements, and CenturyLink's continued reliance on the rural exemption and separate subsidiaries in a single state to avoid its statutory obligations. In addition, Charter urged the Commission to adopt conditions to ensure that the post-closing OSS in legacy Qwest territory meets the standards set forth under Section 271 of the Act.

In accordance with Section 1.1206 of the Commission's rules, one copy of this letter is being filed electronically via ECFS, and one copy will be delivered to Ms. Shewman. Please let me know if you have any questions about this matter.

Sincerely,



K.C. Halm
Davis Wright Tremaine LLP

Counsel for Charter Communications, Inc.

cc: Ms. Christi Shewman, WCB
Mr. Patrick Webre, Charter